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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

In re: NVIDIA CORPORATION  
CONSOLIDATED DERIVATIVE  
LITIGATION

## This Document Relates to:

## ALL ACTIONS

Case No. 4:19-cv-00341-HSG

## **JOINT STIPULATION AND ORDER TO FURTHER STAY PROCEEDINGS**

[CIVIL L.R. 7-12]

Related Case No.: 4:18-cv-07669-HSG

Judge: Hon. Haywood S. Gilliam, Jr.  
Courtroom: 2

This stipulation is entered into by and among plaintiffs Sanghyep Han, Yuju Yang, and The Booth Family Trust (“Plaintiffs”) and defendants NVIDIA Corporation (“NVIDIA”), Jen-Hsun Huang, Colette M. Kress, Robert K. Burgess, Tench Coxe, Persis S. Drell, James Gaither, Dawn Hudson, Harvey C. Jones, Michael G. McCaffery, Mark L. Perry, A. Brooke Seawell, and Mark A. Stevens, (the “Individual Defendants,” together with NVIDIA, the “Defendants,”

1 and together with Plaintiffs, the "Parties"), by and through their respective attorneys of record:

2 WHEREAS, on March 27, 2020, the Court entered an Order staying the above captioned  
 3 action ("Action") "until the entry of any order on a motion to dismiss an amended complaint  
 4 filed in the Consolidated Class Action or until plaintiffs in the Consolidated Class Action  
 5 indicate their intention not to file an amended complaint";

7 WHEREAS, on May 13, 2020, plaintiffs in the Consolidated Class Action filed an  
 8 amended complaint;

9 WHEREAS, March 2, 2021, the district court granted NVIDIA's motion to dismiss the  
 10 Consolidated Class Action, with prejudice;

11 WHEREAS, on March 30, 2021, plaintiffs filed a Notice of Appeal in the Consolidated  
 12 Class Action;

14 WHEREAS, the Parties believe that the result of the forthcoming appeal could have  
 15 bearing on this Action;

16 WHEREAS, the Parties therefore wish to continue the stay in this Action pending  
 17 resolution of the appeal in the Consolidated Class Action;

18 WHEREAS, in the interest of judicial economy and the efficient administration of  
 19 justice, counsel for the Parties in this Action agree to continue to stay this Action during the  
 20 pendency of an appeal in the Consolidated Class Action;

22 IT IS ACCORDINGLY STIPULATED AND AGREED, by the undersigned counsel for  
 23 Plaintiffs and Defendants, that

24 1. This Action shall remain stayed pending final resolution of the appeal of the  
 25 Consolidated Class Action, including any petitions for rehearing at the Ninth Circuit.

27 2. Defendants shall promptly notify Plaintiffs if a related derivative action is not stayed  
 28 for a similar or longer duration than the stay of this Action.

1       3. In the event that any discovery is provided or produced by any of the Defendants in  
 2 the Consolidated Class Action or any other related shareholder derivative action purportedly  
 3 brought or threatened to be brought on behalf of NVIDIA arising from similar facts as the  
 4 instant action, whether filed in this Court or in another court, Defendants will at or about the same  
 5 time notice Plaintiffs and provide copies of that discovery to the Plaintiffs in this Action, provided  
 6 that the parties have executed and the Court has entered a protective order.

7       4. Upon final resolution of the appeal of the Consolidated Class Action, including any  
 8 petitions for rehearing at the Ninth Circuit, then, within 14 days following a decision referenced in  
 9 Paragraph (1) above, the Parties shall meet and confer regarding a further case schedule.

10      5. Defendants will notice Plaintiffs regarding and permit Plaintiffs to participate in any  
 11 mediation or settlement efforts in the Consolidated Class Action or any threatened or filed related  
 12 derivative actions. NVIDIA will invite Plaintiffs to participate in any such mediation or formal  
 13 settlement meetings. Notification to Plaintiffs of the setting of such mediation(s) or meeting(s)  
 14 shall be reasonable to permit attendance.

15      6. This Stipulation is without prejudice to the Parties hereto agreeing, subject to Court  
 16 approval, to a further extension of time regarding any of the deadlines established herein if the  
 17 circumstances warrant.

18      7. Either side may file a motion to lift the stay so long as the party gives thirty (30)  
 19 days' notice to the other side prior to filing such a motion.

20      8. The Parties reserve all other rights.

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 27  
 28

1 Dated: March 31, 2021

COOLEY LLP

3 By: /s/ Patrick E. Gibbs

4 John C. Dwyer  
Patrick E. Gibbs  
Sarah M. Lightdale  
Claire A. McCormack

6 *Attorneys for Defendants*

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11 Dated: March 31, 2021

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16 *Co-Lead Counsel for Plaintiffs*

17 \* \* \*

18 **ORDER**

19 PURSUANT TO STIPULATION, IT IS SO ORDERED.

20 DATED: 4/27/2021

21   
22 Hon. Haywood S. Gilliam, Jr.  
23 United States District Court Judge